IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.838 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.680 OF 2005

In the matter of the Companies Act, 1956 (1 of 1956) ;

And

In the matter of Sections 391 and 394 of the Companies Act, 1956 ;

And

In the matter of Scheme of Arrangement and Amalgamation between EPCOS India Pvt. Ltd. and EPCOS Ferrites Pvt. Ltd.

EPCOS India Pvt. Ltd. ....Petitioner

Mr.Rajesh Shah i/b M/s.Rajesh Shah & Co.for the Petitioner.

Mr.C.J. Joy with Mr.R.C. Master & Mr.M.M. Goswami i/b Dr.T.C. Kaushik for Regional Director, Department of Company Affairs Maharashtra, Mumbai.

Mrs.K.V. Gautam, Deputy Official Liquidator present.

CORAM : S.J. VAZIFDAR, J.
DATED : 17TH FEBRUARY, 2006.

P.C. :

1. The Petition is filed seeking sanction of a scheme of amalgamation between the Petitioner i.e. the transferor company and EPCOS Ferrites Pvt. Ltd., i.e. the transferee company. The requirements and

procedures have been complied with.

2. The Official Liquidator in his report stated that the affairs of the transferor company have not been conducted in a manner prejudicial to the interest of its members or to the public interest. The Regional Director in his affidavit stated that the scheme is not prejudicial to the interest of the creditors and the shareholders.

3. The Petition is made absolute in terms of prayers (a) to (l).

4. Needless to add that the order is subject to the Petition for amalgamation by the transferee company filed in the Calcutta High Court.

5. Costs of the Regional Director and the Official Liquidator fixed at Rs.2500/- each.

. Filing of the drawn up order is dispensed with.

. Certified copy expedited.